

GRANT OF EASEMENT

CITY OF NORTHAMPTON, a municipal corporation having a principal place of business at 210 Main Street, Northampton, Massachusetts 01060, (hereinafter referred to as the Grantor), for consideration of One (\$1.00) Dollar, grants to MASSACHUSETTS ELECTRIC COMPANY, a Massachusetts corporation with its principal place of business at 40 Sylvan Road, Waltham, Massachusetts 02451 (hereinafter referred to as the Grantee) with quitclaim covenants, the perpetual right and easement to install, construct, reconstruct, repair, replace, add to, maintain and operate for the transmission of high and low voltage electric current and for the transmission of intelligence, an "UNDERGROUND ELECTRIC DISTRIBUTION SYSTEM" (hereinafter referred to as the "UNDERGROUND SYSTEM") located in Northampton, Hampshire County, Massachusetts, consisting of lines of buried wires and cables and lines of wires and cables installed in underground conduits, together with all equipment and appurtenances thereto for the transmission of intelligence and for the furnishing of electric service to the herein described premises and others, and without limiting the generality of the foregoing, but specifically including the following equipment, namely: manholes, manhole openings, bollards, handholes, junction boxes, transformers, transformer vaults, padmounts, padmount transformers and all housings, connectors, switches, conduits, cables and wires all located within the easement area of the hereinafter described property.

Said "UNDERGROUND SYSTEM" is located in, through, and under, a parcel of land situated on the easterly side of Masonic Street, more specifically described in two takings, the first dated September 3, 1953, recorded with the Hampshire County Registry of Deeds in Book 1152, Page 344; the second taking dated August 17, 1959, recorded with said Registry of Deeds Book 1312, Page 399. Meaning and intending to encumber that portion of the property used for the Masonic Street municipal parking lot where the UNDERGROUND SYSTEM is located.

WR#23220294

Address of Grantee:
Mass El. -40 Sylvan Road, Waltham, Massachusetts 02451

After recording return to:
David J. Aho
National Grid USA
Service Company, Inc.
40 Sylvan Road
Waltham, MA 02451

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And further, said "UNDERGROUND SYSTEM" (locations of the electrical equipment and other facilities on the hereinbefore referred to premises of the Grantor) is approximately shown on a sketch entitled: "nationalgrid; Owner(s): CITY OF NORTHAMPTON, 210 MAIN STREET, NORTHAMPTON, MA 01060; Address: MASONIC STREET PARK.ING LOT, NORTHAMPTON, MA; WR #23220294; Date: 4/27/17; Drawn By: LISA JASINSKI; Sketch to Accompany Easement for: INSTALL 230' 2-4 CONDUITS CONCRETE ENCASED TO EXISTING 3PH TRANSFORMER, AND INSTALL 230' 3PH PRIMARY UNDERGROUND WIRE; DRAWING NOT TO SCALE. DISTANCES ARE APPROXIMATE.," a reduced copy of said sketch is attached hereto as "Exhibit A" and recorded herewith, copies of which are in the possession of the Grantor and Grantee herein, but the final definitive locations of said "UNDERGROUND SYSTEM" shall become established by and upon the installation and erection thereof by the Grantee.

Also with the further perpetual right and easement from time to time to pass and repass over, across and upon said land of the Grantor as is reasonable and necessary in order to renew, replace, repair, remove, add to, maintain, operate, patrol and otherwise change said "UNDERGROUND SYSTEM" and each and every part thereof and to make such other excavation or excavations as may be reasonably necessary in the opinion and judgment of the Grantee, its successors and assigns, and to clear and keep cleared the portions and areas of the premises wherein the "UNDERGROUND SYSTEM" is specifically located, as shown on the sketch herein referred to, of such trees, shrubs, bushes, above ground and below ground structures, objects and surfaces, as may, in the opinion and judgment of the Grantee, interfere with the efficient and safe operation and maintenance of the "UNDERGROUND SYSTEM" and other related electrical equipment. However, said Grantee, its successors and assigns, will properly backfill said excavation or excavations and restore the surface of the land to as reasonably good condition as said surface was in immediately prior to the excavation or excavations thereof. Notwithstanding the foregoing, the Grantee acknowledges that the Grantor may have need to locate other utilities and infrastructure within the Grantor's property.

If the location of the Underground System as installed is (i) unsuitable for the purposes of the Grantee, its successors and assigns, and/or (ii) Grantor develops Grantor's Property in a manner that prevents access to the Underground System, including but not limited to the construction of structures over the Underground System then said easement location may be changed to an area reasonably designated by the Grantor. In the event Grantee determines that the designated relocation area is unsuitable and provides Grantor supporting evidence of that determination, then Grantor and Grantee shall use good faith efforts to mutually agree on an alternative location on the Grantor's Property that is both suitable for the installation and operation of the Underground System and consistent with the requirements of the Grantor that prompted the need to relocate the Underground System. Any relocation pursuant to (i) and (ii) above shall be at the sole cost and expense of Grantee. In choosing the designated area to relocate the Underground System on Grantor's premises, the Grantor shall consider and seek to minimize the cost and expense of such relocation. The newly agreed to location shall be indicated and shown on a revised plan and this Grant of Easement shall be amended by mutual agreement of the parties. To the extent that the parties, in good faith, cannot find a relocation area that is both suitable for the operation of the Underground System and consistent with the redevelopment needs of the Grantor, this easement shall terminate and the Grantee shall forthwith remove the Underground System at its sole cost and expense.

It is the intention of the Grantor to grant to the Grantee, its successors and assigns, all the rights and easements aforesaid and any and all additional and/or incidental rights needed to install, erect, maintain and operate within the Grantor's land an "UNDERGROUND SYSTEM" for the transmission of intelligence and for the purpose of supplying electric service for the building, buildings or proposed buildings shown on the last herein referred to sketch or amended sketch and the right to service others from said "UNDERGROUND SYSTEM."

Also with the further perpetual right and easement from time to time to pass and repass over, across and upon land of the Grantor as required in the exercise of said easement rights.

It is further agreed that said "UNDERGROUND SYSTEM" and all necessary appurtenances thereto, shall remain the property of the Grantee, its successors and assigns, and that the Grantee, its successors and assigns, shall pay all taxes assessed thereon.

For Grantor's title, see two takings, the first dated September 3, 1953, recorded with the Hampshire County Registry of Deeds in Book 1152, Page 344; the second taking dated August 17, 1959, recorded with said Registry of Deeds Book 1312, Page 399. Meaning and intending to acquire an easement over, through and under all of that land known as, and used for, the Masonic Street Municipal Parking Lot.

IN WITNESS WHEREOF, the City of Northampton has caused its corporate seal to be hereto affixed and these presents to be signed in its name and behalf by David J. Narkewicz, its Mayor, being duly authorized, as of this _____ day of _____, 2017.

CITY OF NORTHAMPTON
Acting by and through its Mayor

By: David J. Narkewicz
Its: Mayor

Commonwealth of Massachusetts

County of _____ } ss.

On this the _____ day of _____, _____ before me,
Day Month Year

_____, the undersigned Notary Public,

personally appeared David J Narkewicz, proved to me through satisfactory evidence of identity,
which was

Description of Evidence of Identity

to be the person whose name is signed on the preceding Grant of Easement, and acknowledged
to me that he signed it voluntarily for its stated purpose as Mayor of the CITY OF
NORTHAMPTON.

Signature of Notary Public

Printed Name of Notary

My Commission **Expires** _____

Place Notary Seal and/or Any Stamp Above

